

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

CMG HOLDINGS GROUP, INC. as assignee of XA
THE EXPERIENTIAL AGENCY, INC.,

Plaintiffs.

-against-

JOSEPH WAGNER, HUDSONGRAY LLC,
DARREN ANDERECK, JESSIE LOMMA,
MICHAEL DAY, JEAN WILSON, ESTELLE
PIZZO, STUDIO AG, LLC, REMIGIO GUDIN,
and MIXED COMPANY, INC.,

Defendants.

JOSEPH WAGNER, DARREN ANDERECK AND
JESSIE LOMMA,

Third-Party Plaintiffs,

-against-

GLENN LAKEN AND ALEXIS LAKEN,

Third-Party Defendants.

Civil Action No.: 15-cv-05814-JPO

**DECLARATION OF GLENN
LAKEN IN SUPPORT OF MO-
TION FOR PARTIAL SUM-
MARY JUDGMENT DISMISS-
ING THIRD-PARTY COM-
PLAINT AND SECOND AFFIRM-
ATIVE DEFENSE**

I, GLENN LAKEN, hereby declare under penalties of perjury the following:

1. I am the Chairman of the Board of Directors of CMG Holdings Group, Inc. ("CMG") which sues herein as assignee of XA The Experiential Agency, Inc. (hereinafter "Plaintiff"). I am submitting this declaration in support of Plaintiff's motion for summary judgment dismissing the Second Affirmative Defense in the answer by Defendants.
2. CMG stock is traded in the over the counter ("OTC") market.
3. My wife owns approximately 10,000,000 shares of CMG in certificate form, which are presently non-negotiable. I have worked with her to manage her portfolio of CMG stock given my background in the financial industry.
4. During the period of 2011 through April 2018 there were hundreds of buy tickets generated for her account, and only two sell tickets.

5. The first sale on 8/23/13 was for 120,000 shares that generated \$1,029.24, followed by a purchase the same day for 104,000 shares at a total cost of \$1,037.08. I understand that Defendants have claimed that I took certain actions to make public statements to inflate the value of CMG stock, which is false, but the statements they have claimed I made to do so all took place well after this trade, which obviously yielded a loss.

6. The second sale took place a full five years later, in May of 2018, for approximately 3.9M shares. That sale generated approximately \$21,000.

7. We sold the 3.9M shares at that time because we needed funds and decided to take the loss rather than borrow funds and increase our debt. Based on the accounting principal FIFO, the sale resulted in a significant loss.

8. The factual arguments made by Defendants in the Second Affirmative Defense that we somehow sought to manipulate CMG's stock by trading on inside information and the like, are fabricated and false, as shown by Mr. Wagner's recent deposition testimony when he could not even explain this affirmative defense in any cogent manner.

9. Equally false are the claims that included information in CMG's public filings that are defamatory or untrue. Everything in CMG's public Securities & Exchange Commission ("SEC") filings was fully vetted after a thorough investigation and included in the pending lawsuit, which commenced in September 2014 following the departure of Jean Wilson and the discovery that Defendants had orchestrated a massive fraud on CMG and its shareholders.

10. Over the years, I have posted information on an online forum called investorshub.com with the profile "giantkiller."

11. I never posted for personal benefit or short term profit, as my stock trading clearly shows.

12. The Defendants' inclusion of an affidavit by Sol Mlot in their answer and affirmative defenses also demonstrates how frivolous their defenses are in this case.

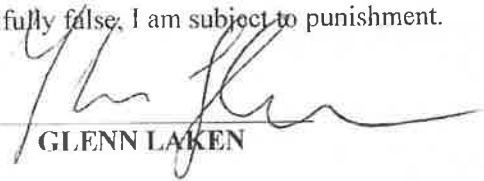
13. Sol Mlot is a 95-year old man who has been dating my 87-year old mother for more than 15 years. He asked me to help him with trading and I did so. He did not like the results he got, and signed an affidavit at his son's insistence stating that I had no authority to trade on his behalf. He later signed a second affidavit recanting the first affidavit. Later, at the insistence of his sons, he signed a third affidavit – *after they had him declared incompetent* in a Florida proceeding- contradicting the first and second ones. During this period, Mr. Mlot's sons were litigating against my mother in an effort to deny her a small inheritance left by their father. This case has since been settled in Illinois.

14. A trial of this case will likely take weeks just focusing on all of the wrongdoing by Defendants. They are doing everything they can to try to deflect attention away from their own misbehavior, including dragging all sorts of extraneous information into the case to make it a circus. If the Court does not strike the Second Affirmative Defense it is no exaggeration to state that it will add a full week to the trial of this matter. Allowing such speculative and highly prejudicial and false allegations to be made against me and XA would not just waste this Court's time but would likely confuse the jury and inflame them in a way that is simply improper.

15. For the foregoing reasons, it is respectfully requested that the Court strike the Second Affirmative Defense as well as the Third-Party Complaint, and set this matter down for a trial.

I hereby declare that the foregoing statements made by me are true. I am aware that if any of the foregoing statements made by me are willfully false, I am subject to punishment.

Dated: November 16, 2018



GLENN LAKEN